

NOV 17 2011

*Michele M. Thompson*  
SECRETARY OF THE BOARD

MEETING OF THE GOVERNANCE, PERSONNEL, AND ETHICS COMMITTEE  
OF THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ILLINOIS

August 25, 2011

This meeting of the Governance, Personnel, and Ethics Committee of the Board of Trustees of the University of Illinois was held in Rooms 218/219, UIC Student Residence Hall, 818 South Wolcott Avenue, Chicago, Illinois, on Thursday, August 25, 2011, beginning at 1:08 p.m. Attendance via videoconference was also available in Room 364, Henry Administration Building, 506 South Wright Street, Urbana, Illinois; and the Hatmaker Room, Room 550 Public Affairs Center, One University Plaza, Springfield, Illinois.

Trustee Pamela B. Strobel, chair of the committee, convened the meeting and asked the clerk to call the roll. The following members of the committee were present: Ms. Karen Hasara, Mr. James D. Montgomery, and Ms. Pamela B. Strobel. Ms. Hannah Ehrenberg, student trustee from the Urbana campus, and Mr. Kenneth M. Thomas, student trustee from the Chicago campus, were present.

Also present were President Michael J. Hogan<sup>1</sup>; Dr. Mrinalini Rao, vice president for academic affairs; Mr. Thomas R. Bearrows, University counsel; Dr. Michele M. Thompson, secretary of the Board of Trustees and of the University; Dr. Robert A. Easter, interim vice president of the University of Illinois and chancellor of the Urbana campus; Dr. Lisa L. Troyer, chief of staff to the president; Dr. W. Randall Kangas, associate vice president for planning and budgeting; Ms. Maureen M. Parks, executive director of human resources, University of Illinois,

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<sup>1</sup> President Hogan attended the meeting via telephone.

and associate vice president for human resources, University administration; Ms. Julie A. Zemaitis, executive director of University audits; Ms. Donna McNeely, University ethics officer; Dr. Lon S. Kaufman, vice chancellor for academic affairs and provost, Chicago; and Dr. Menah Pratt-Clarke, associate chancellor and director of equal opportunity and access, Urbana.

Ms. Strobel asked if there were any comments or questions regarding the minutes from the meeting that was held on July 15, 2011. Dr. Thompson provided recent revisions to the minutes that were made after the previous draft had been distributed, and indicated that these changes were made to better reflect discussions that occurred during the portion of the meeting that was held in executive session. On motion of Ms. Hasara, seconded by Mr. Montgomery, the minutes were approved. There were no nay notes.

REVIEW RECOMMENDED BOARD ITEMS FOR  
THE SEPTEMBER 9, 2011, BOARD MEETING

Ms. Strobel asked Dr. Thompson to provide information about the items within the purview of this committee that will appear on the Board's agenda at its meeting on September 9, 2011.

Appoint Vice President, University of Illinois, and Chancellor  
of the University of Illinois at Urbana-Champaign

Dr. Thompson referred to recently distributed information regarding the recommendation to appoint Dr. Phyllis Wise as the vice president of the University of Illinois and chancellor of the Urbana campus. Committee members indicated that they were familiar with the candidate and her credentials. There were no questions regarding this recommendation.

Appointments to the Faculty, Administrative/Professional Staff,  
and Intercollegiate Athletics Staff

Dr. Thompson briefly discussed the item recommending the appointment of faculty, administrative and professional staff, and intercollegiate athletics staff. She explained that the recommendations in this item have been reviewed at the appropriate levels within the college, department, or unit, and that this item appears regularly on the Board's agenda. She referred to an additional item that is not yet available recommending the appointment of Mr. Michael Thomas as the director of intercollegiate athletics, and said it will be included in materials sent to trustees before the Board meeting on September 9. She also told the committee that there are more recommendations for faculty appointments than usual, due to the beginning of the academic year.

There were no objections to moving these items forward to the full Board.

OLD BUSINESS

Next, Ms. Strobel discussed plans for the Board's self-assessment, which she said should be a part of proper governance. She referred to sample assessment forms that had been distributed prior to this meeting, and committee members discussed the advantages of each. All agreed that the more quantitative instrument should be used, noting its advantages for results analysis, and they also requested that two open ended questions be added to this survey questionnaire. All were in agreement with this, and Dr. Thompson stated that she would review and edit the questionnaire and add the questions that were requested.

Committee members then discussed the draft of expectations for Board members that had been distributed in advance of the meeting. There were no concerns expressed regarding the document, and Ms. Strobel commented that it will be beneficial for both new and existing trustees. She reviewed plans for the upcoming Board self-assessment, and stated that materials will be sent to Board members prior to the meeting on September 9. She said this would provide an opportunity to obtain input from other trustees before finalizing the questionnaire, and stated that the self-assessment could be conducted during the month of October. She said that discussion resulting from the assessment could be a part of the Board's retreat in January.

#### NEW BUSINESS

Ms. Strobel referred to searches for major administrative positions and asked whether these types of searches should include representatives from the University of Illinois Alumni Association and University of Illinois Foundation. She stated that individuals in these types of positions are often required to work with external groups in areas such as fundraising and related activities, and she asked Dr. Thompson to provide some background information. Dr. Thompson stated that search procedures for major administrative positions have not been reviewed in some time, and said that there has been some discussion regarding the involvement of representatives from the University of Illinois Alumni Association and the University of Illinois Foundation in major administrative searches. She referred to a report (materials on file with the clerk) from a committee selected to review search procedures for major administrative positions that was completed in 1991, and she briefly reviewed some of the recommendations included in the report. She stated that the report had been sent to committee members in advance of the meeting, and that they also received the campus senates' procedures for selecting members to serve on high level search committees (materials on file with the clerk). She emphasized the

need for a more systematic approach, referred to the importance of external relationships and fundraising, and said that while some searches for high level administrative positions have included representatives from the University of Illinois Alumni Association and the University of Illinois Foundation, this has not been consistent. President Hogan agreed that it is important to include representatives from the University of Illinois Alumni Association and the University of Illinois Foundation in searches for major administrative positions, particularly in searches for chancellors, and he also emphasized the need for consistency in search procedures across the three campuses. There was general agreement that it would be beneficial to have a consistent set of procedures for searches for major administrative positions throughout the University.

Committee members then discussed the search procedures that are followed on each campus for major administrative positions and the procedures that were followed in the most recent search for the president of the University. They discussed searches for the types of positions that should include representatives from the University of Illinois Alumni Association and the University of Illinois Foundation, and agreed that this would be necessary only for searches for major administrative positions that require work with external constituencies. Ms. Strobel suggested inviting members of the campus senates to discuss creating a University-wide set of search procedures for major administrative positions that would address representation from the University of Illinois Alumni Association and the University of Illinois Foundation.

Discussion followed, and trustees referred to the importance of Board involvement in a presidential search, and agreed that trustees should not serve on search committees for other major administrative positions. President Hogan noted that in the recent searches for chancellors, he was able to consult members of the Board as needed. Ms. Strobel, chair of the committee that conducted the search for the president of the University in 2010, provided

information about the process that was used to select a search firm at that time, and indicated that a similar process was used in the searches for chancellors.

In concluding this portion of the meeting, Ms. Strobel stated that the next meeting of this committee is scheduled for November 17, 2011 at 1:00 p.m.

#### MOTION FOR EXECUTIVE SESSION

At 1:49 p.m., Ms. Strobel stated that a motion was in order to convene an executive session to discuss University employment or appointment related matters. On motion of Mr. Montgomery, seconded by Ms. Hasara, this motion was approved.

#### EXECUTIVE SESSION ADJOURNED

There being no further business, the executive session adjourned at 2:28 p.m.

#### MEETING ADJOURNED

On motion of Mr. Thomas, seconded by Ms. Hasara with no nay votes, the committee adjourned at 2:29 p.m.

Respectfully submitted,

Michele M. Thompson  
*Clerk*

Pamela B. Strobel  
*Chair*

Eileen B. Cable  
*Assistant Clerk*